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HEARTFIELD & DUGGINS

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April 28, 1999

Florida Secretary of State
Capitol, Plaza Level, Room 2
Austin, TX 78711-3697

400002871754--0
-05/11/99--01079--002
*****35.00 *****35.00

Dear Sir or Madam:

400002871754--0
-05/11/99--01079--003
****250.00 ****250.00

Please find enclosed for filing in your office an original and copy of the Application for Certificate of Authority For Foreign Limited Liability Company for First American Cash Advance of Florida, a Tennessee corporation. Also, find enclosed two checks, one for \$250.00 and the other for \$35.00 to cover the filing fee, and an original Certificate of Existence for the company.

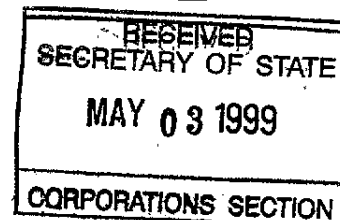
If you have any questions regarding this matter, please contact me at your earliest convenience. Your assistance is much appreciated.

Sincerely,

Serena L. Hill

Serena L. Hill
Paralegal For the Firm

Enclosures



Name	
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
1999 MAY 11 AM 10:29

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. FIRST AMERICAN CASH ADVANCE OF FLORIDA, LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. TENNESSEE
(Jurisdiction under the law of which foreign limited liability company is organized)
3. N/A
(FEI number, if applicable)
4. March 26, 1999
(Date of Organization)
5. December 31, 2098
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Will not begin transacting business until authorized herein
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 750 Broad Street, N.W. Suite 220
Cleveland, TN 37311
(Street address of principal office)
8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:

TITLE:

NAME & ADDRESS:

TITLE:

Larry A. Kugler Member

750 Broad Street, N.W. Suite 220

Cleveland, TN 37311

John A. Kugler Member

750 Broad Street, N.W. Suite 220

Cleveland, TN 37311

John J. Tacker Member

750 Broad Street, N.W. Suite 220

Cleveland, TN 37311

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DIVISION OF CORPORATIONS
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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

**Secretary of State
Corporations Section**

**James K. Polk Building, Suite 1800
Nashville, Tennessee 37243-0306**

ISSUANCE DATE: 04/05/1999
REQUEST NUMBER: 99095523
TELEPHONE CONTACT: (615) 741-6488

CHARTER/QUALIFICATION DATE: 03/26/1999
STATUS: ACTIVE
CORPORATE EXPIRATION DATE: 12/31/2098
CONTROL NUMBER: 0368251
JURISDICTION: TENNESSEE

TO:
DELPHI COMMUNICATIONS, INC
500 CHURCH ST
ST CLOUD CORNER
NASHVILLE, TN 37219

REQUESTED BY:
DELPHI COMMUNICATIONS, INC
500 CHURCH ST
ST CLOUD CORNER
NASHVILLE, TN 37219

CERTIFICATE OF EXISTENCE

I, RILEY C DARNELL, SECRETARY OF STATE OF THE STATE OF TENNESSEE DO HEREBY CERTIFY THAT

"FIRST AMERICAN CASH ADVANCE OF FLORIDA, LLC"

A LIMITED LIABILITY COMPANY DULY FORMED UNDER THE LAW OF THIS STATE WITH DATE OF
FORMATION AND DURATION AS GIVEN ABOVE;
THAT ALL FEES, TAXES, AND PENALTIES OWED TO THIS STATE WHICH AFFECT THE
EXISTENCE OF THE LIMITED LIABILITY COMPANY HAVE BEEN PAID;
THAT ARTICLES OF DISSOLUTION HAVE NOT BEEN FILED; AND
THAT ARTICLES OF TERMINATION OF THE EXISTENCE HAVE NOT BEEN FILED.

FOR: REQUEST FOR CERTIFICATE

ON DATE: 04/05/99

FROM:
DELPHI COMMUNICATIONS INC
500 CHURCH STREET
ST. CLOUD CORNER
NASHVILLE, TN 37219-0000

RECEIVED: FEES \$140.00 \$0.00
TOTAL PAYMENT RECEIVED: \$140.00

RECEIPT NUMBER: 00002473198
ACCOUNT NUMBER: 00005824



Riley C Darnell

RILEY C. DARNELL
SECRETARY OF STATE

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

FIRST AMERICAN CASH ADVANCE OF FLORIDA, LLC

2. The name and the Florida street address of the registered agent and office are:

CORPORATION SERVICE COMPANY

(Name)

1201 HAYS STREET

Florida street address (P.O. Box **NOT** ACCEPTABLE)

TALLAHASSEE FL 32301

City/State/Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Laura R. Dunlap
(Signature)

LAURA R. DUNLAP

Filing Fee: \$ 35 for Designation of Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**



The undersigned member or authorized representative of a member of FIRST AMERICAN
CASH ADVANCE OF FLORIDA, LLC certifies:

1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is \$100,000;

3) if any, the agreed value of property other than cash contributed by member(s) is \$ N/A;
(A description of the property is attached and made a part hereto.)
and

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 100,000.
(This total includes amounts from 2 and 3 above.)

Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

Larry A. Kugler - Chief Manager

Typed or printed name of signee

Filing Fee: \$250.00 for Application and Affidavit